

# **EXHIBIT D**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF WISCONSIN**

ADAM EBERLE,

Plaintiff,

v.

OVERDRIVE, INC. d/b/a OVERDRIVE  
DIGITAL, INC.,

Defendants.

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) Case No.

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) (Removed from the Circuit Court of  
) Lincoln County, Wisconsin, Case No.

) 2019-CV-000029)

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**DECLARATION OF LORI FRANKLIN**

I, Lori Franklin, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a citizen of the United States, over 18 years of age, and competent to testify as to the matters contained in this Declaration. If called as a witness, I could and would competently testify to these same facts.

2. I have personal knowledge of the facts set forth in this Declaration, or I have knowledge of such facts based upon corporate and employment records that I have reviewed. Such records are maintained in the regular course of business.

3. I am currently employed by OverDrive, Inc. ("OverDrive") as the Chief Operating Officer. In my role, I am familiar with the corporate structure of OverDrive.

4. OverDrive has had its corporate office and its principal place of business at One OverDrive Way in Cleveland, Ohio, since at least the first day of Adam Eberle's employment with OverDrive.

5. OverDrive has never had an office, facility or other physical presence in the State of Wisconsin.

**VERIFICATION**

Under penalty of perjury under 28 U.S.C. § 1746, the undersigned verifies that the factual statements set forth in the above and foregoing Declaration are true and correct except as to matters therein stated to be on information and belief, and as to such matters the undersigned certifies as aforesaid that she verily believes the same to be true.

Dated:

6/6/19

A handwritten signature in blue ink, reading "Lori Franklin", is written over a horizontal line.

Lori Franklin

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